

**EXHIBIT B**  
**Proposed Order**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

**ORDER GRANTING TRUSTEE'S MOTION TO RETAIN  
GRAF & PITKOWITZ RECHTSÄNWALTE GMBH AS SPECIAL COUNSEL  
NUNC PRO TUNC AS OF FEBRUARY 1, 2011**

Upon the motion (the "Motion") of Irving H. Picard (the "Trustee"), as trustee for the liquidation of the business of Bernard L. Madoff Investment Securities LLC, for authority to retain Graf & Pitkowitz Rechtsanwälte GmbH ("Graf & Pitkowitz") as special counsel, *nunc pro tunc* as of February 1, 2011, and due and proper notice having been given under the circumstances of this case, and the Securities Investor Protection Corporation having specified Graf & Pitkowitz as special counsel, and after due deliberation,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Court finds that Graf & Pitkowitz is hereby deemed disinterested under 15 U.S.C. § 78eee(b)(6)(B).
3. The Trustee is authorized to retain Graf & Pitkowitz as special counsel to the

Trustee as provided in the Motion, *nunc pro tunc*, as of February 1, 2011.

Dated: New York, New York  
\_\_\_\_\_, 2011

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HONORABLE BURTON R. LIFLAND  
UNITED STATES BANKRUPTCY JUDGE